

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re*

**ARMSTRONG FLOORING, INC., *et al.*,  
  
Debtors.<sup>1</sup>**

**Chapter 7**

**Case No. 22-10426 (MFW)**

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**MOTION OF EPIQ CORPORATE RESTRUCTURING, LLC’S ALLOWANCE OF  
PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM, PURSUANT TO 28 U.S.C.  
SECTION 156 (c), 11 U.S.C. SECTION 105 (a), BANKRUPTCY RULE 2002 (f), AND  
LOCAL BANKRUPTCY RULE 2002-1 (f), *NUNC PRO TUNC* TO THE PETITION  
DATE**

Epiq Corporate Restructuring, LLC (f/k/a/ Epiq Bankruptcy Solutions, LLC) (“Epiq”), as duly appointed Claims and Noticing Agent for Debtors and Debtors in Possession (Docket No. 99), hereby requests the entry of an order, pursuant to 28 U.S.C. Section 156 (c), 11 U.S.C. Section 105 (a), Bankruptcy Rule 2002 (f), and Local Bankruptcy Rule 2002-1, allowing Epiq payment of its administrative expense claim in the amount of \$251,464.77. In support of its Motion, Epiq states as follows:

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A). The address of the Debtors’ corporate headquarters is PO Box 10068, 1770 Hempstead Road, Lancaster, PA 17065.

### **Jurisdiction and Venue**

1. On May 8, 2022 (the “Petition Date”), each of the above-captioned debtors (collectively, the “Debtors”) filed its voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. This Court has jurisdiction over this motion pursuant to 28 U.S.C. §157 and 1334(b). This matter is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B). Venue is proper in this District pursuant to 28 U.S.C. §1408 and 1409.

### **BACKGROUND**

3. On May 11, 2022, the Court issued an Order Authorizing Retention and Appointment of Epiq Corporate Restructuring, LLC as claims and noticing agent Pursuant to 28 U.S.C. Section 156 (c), 11 U.S.C. Section 105 (a), Bankruptcy Rule 2002 (f), and Local Bankruptcy Rule 2002-1 (f), *Nunc Pro Tunc* to the Petition Date (docket entry no. 99). Epiq has and performed these services, as fully detailed in the Request for Payment of Administrative Expense, attached hereto as Exhibit A.

5. As of the date of this Motion, Epiq has not received payment for the services.

### **RELIEF REQUESTED**

6. Epiq respectfully requests that this Court allow administrative expense claim in the amount of \$\$251,464.77, for the services performed pursuant to 28 U.S.C. Section 156 (c), 11 U.S.C. Section 105 (a), Bankruptcy Rule 2002 (f), and Local Bankruptcy Rule 2002-1 Nunc Pro Tunc to the Petition Date.

### **BASIS FOR RELIEF**

7. Section 503(b)(1)(A)(i) of the Bankruptcy Code provides, in pertinent part, that:

After notice and a hearing, there shall be allowed, administrative expenses. [for] wages, salaries, and commissions for services rendered after the commencement of the case.

11 U.S.C. § 503(b)(1)(A)(i).

8. As evidenced by the Epiq's Request for Payment of Administrative Expense, attached hereto as Exhibit A, Epiq rendered services after the commencement of the case.

9. Epiq reserves its right to assert claims against the Debtors for amounts not contemplated by this Motion or allowed by the Court pursuant to section 503(b)(9) and to amend, modify and/or supplement this request, as appropriate under the circumstances.

WHEREFORE, Epiq respectfully requests that the Court enter an order substantially in the form attached hereto as Exhibit B: (i) allowing Epiq's administrative expense claim in the amount of \$251,464.77, pursuant to section 503(b)(1)(A)(i) of the Bankruptcy Code and (ii) granting such other and further relief as may be just and proper under the circumstances.

Date: June 13, 2022

Signature: Shiloh White  
Name: Shiloh White  
Title: Senior Corporate Paralegal  
& Assistant Secretary  
Address: 11880 College Blvd.  
Suite 200  
Overland Park, KS 66210  
E-Mail: swhite@epiqglobal.com

**EXHIBIT A**

**Request for Payment of Administrative Expense**

**Invoices were omitted in this motion and proposed order to save space but were included in administrative claim expense.**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re*

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**Chapter 7**

**Case No. 22-10426 (MFW)**

**REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM**

1. Name of administrative expense claimant: **Epiq Corporate Restructuring, LLC (“Epiq”).**
2. Name of Debtor administrative expense claim asserted against: **Armstrong Flooring, Inc., et al.**
3. Nature and description of the administrative expense claim:

**Epiq was retained as the Claims and Noticing Agent for Debtor and Debtors in Possession in connection with the Chapter 11 matter, and Epiq fully and completely performed such services for the benefit of Debtors and Debtors in Possession.**

4. Dates Administrative claim arose: **10/1/2022 – 4/30/2023.**
5. Amount of administrative expense claim: **\$251,464.77.**
6. Documentation supporting the administrative expense claim must be attached hereto. Documentation should include evidence of (a) the nature of the administrative expense claim asserted, (b) the date or dates on which the administrative expense claim arose, and (c) for section 503(b)(9) claims, the date or dates any goods were received by the Debtors.

**In further support of this request, please see Schedule A with included Exhibits 1 and 2, attached hereto.**

Date: June 13, 2023

Signature: Shiloh White  
Name: Shiloh White  
Title: Senior Corporate Paralegal  
& Assistant Secretary  
Address: 11880 College Blvd  
Suite 200  
Overland Park, KS 66210  
E-Mail: swhite@epiqglobal.com

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A). The address of the Debtors’ corporate headquarters is PO Box 10068, 1770 Hempstead Road, Lancaster, PA 17065.

**In re: Armstrong Flooring, Inc.  
Case No. 22-22-10426 (MFW)  
Jointly Administered**

**SCHEDULE A  
TO  
REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE**

On May 8, 2022, Armstrong Flooring, Inc. and three (3) affiliated companies (collectively, the “Debtors”), filed a voluntary petition in the United States Bankruptcy Court for the District of Delaware seeking relief pursuant to chapter 11 of the United States Bankruptcy Code. The Debtors’ cases have been assigned to Judge Mary F. Walrath. The Debtors’ cases are jointly administered for procedural purposes, meaning that all pleadings are maintained on the case docket for Armstrong Flooring, Inc., Case No. 22-10426 (the “Main Case Docket”).

On May 9, 2022, the Debtor filed an Application of Debtors for Entry of an Order Appointing Epiq Corporate Restructuring, LLC as claims and noticing agent Pursuant to 28 U.S.C. Section 156 (c), 11 U.S.C. Section 105 (a), Bankruptcy Rule 2002 (f), and Local Bankruptcy Rule 2002-1 (f), *Nunc Pro Tunc* to the Petition Date (docket entry no. 12). On May 11, 2022, the Court issued an Order Authorizing Retention and Appointment of Epiq Corporate Restructuring, LLC as claims and noticing agent Pursuant to 28 U.S.C. Section 156 (c), 11 U.S.C. Section 105 (a), Bankruptcy Rule 2002 (f), and Local Bankruptcy Rule 2002-1 (f), *Nunc Pro Tunc* to the Petition Date (docket entry no. 99).

On March 21, 2023, Debtor filed a Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Dismissal of the Debtors’ Chapter 11 Cases, (II) Authorizing the Debtors to Make Distributions to Claimants Holding Allowed Administrative Claims; (III) Establishing Procedures with Respect to Final Fee Applications; (IV) Directing the Debtor Entities to be Dissolved; and (V) Granting Related Relief (docket entry no. 1284). On April 17, 2023, an Order Converting Debtors’ Chapter 11 Cases to Cases Under Chapter 7 of the Bankruptcy Court was entered by the Court. As of the date of this request, the fees for administrative services provided for the period October 1, 2022, through April 30, 2023, total \$251,464.77. Attached in support of the application as Exhibit 1 are the outstanding invoices for administrative services.

We request that you kindly review our application and approve the payment of these administrative expenses.

*[Remainder of page intentionally left blank]*

**EXHIBIT 1**

**(OUTSTANDING INVOICES FOR ADMINISTRATIVE CLAIM)**

**Note to Invoices: We no longer use SVB Bank.  
Updated Payment Information is provided on March 2023 Invoice for February Services.**

**EXHIBIT B**

**Proposed Order**



**IN THE UNITED STATES BANKRUPTCY COURT  
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*In re*

**ARMSTRONG FLOORING, INC., *et al.*,**

**Debtors.<sup>1</sup>**

**Chapter 7**

**Case No. 22-10426 (MFW)**

**ORDER ALLOWING EPIQ CORPORATE RESTRUCTURING, LLC's  
ALLOWANCE OF PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM,  
PURSUANT TO 28 U.S.C. SECTION 156 (c), 11 U.S.C. SECTION 105 (a),  
BANKRUPTCY RULE 2002 (f), AND LOCAL BANKRUPTCY RULE 2002-1 (f),  
NUNC PRO TUNC TO THE PETITION DATE**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A). The address of the Debtors' corporate headquarters is PO Box 10068, 1770 Hempstead Road, Lancaster, PA 17065.

**CAME ON FOR CONSIDERATION** the request for the payment of administrative expenses for Epiq Corporate Restructuring, LLC (“Epiq”), for the Period October 1, 2022 through April 30, 2023, as the court appointed Claims and Noticing Agent for Debtor and Debtors in Possession under the terms of the Engagement Agreement (Doc #99). After considering the Request and all responses thereto, the Court is of the opinion, it should be granted.

**IT IS, THEREFORE, ORDERED** that the total amount of \$ 251,464.77 in fees and expenses incurred by Epiq in the continued performance of their duties as Noticing, Solicitation, and Administrative Agent for Debtor and Debtors in Possession for the Period October 1, 2022 through April 30, 2023 is hereby APPROVED for payment.

**IT IS, FURTHERMORE, ORDERED** that all fees and expenses paid to Epiq remain subject to disgorgement by future order of the Court in accordance with the provisions of the Bankruptcy Code and other governing law.

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HONORABLE MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE